

1937, ch. 504, sec. 109.

**115.** Any notice required by law to be served upon any corporation of this State, or upon any foreign corporation required by any statute of this State to have a resident agent in this State, by personal service upon a resident agent or any other agent or officer of such corporation, may be served upon such corporation in the manner provided in Section 113 of this Article for the service of process under the same circumstances in which process is permitted to be served thereunder, and such service shall be equivalent to personal service upon a resident agent or other agent or officer of such corporation.<sup>1</sup>

### **Consolidation of Charitable, etc., Corporations—No Capital Stock.**

An. Code, 1924, sec. 115. 1912, sec. 89. 1904, sec. 47. 1896, ch. 410, sec. 39B. 1908, ch. 240, sec. 64. 1924, ch. 550, sec. 89.

**116.** Any educational, charitable or other corporation having no capital stock, or any corporation formed for the operation and maintenance of educational, moral, scientific, literary, dramatic, social, benevolent or beneficial societies of any description, or formed for any religious object or for maintaining fire engine and hose companies, or uniformed volunteer companies, or for conducting and carrying on universities, colleges, academies, hospitals or asylums and having no capital stock, may unite with corporations incorporated for a similar purpose and having no capital stock, provided that the majority of the members of each of the corporations forming such union shall assent thereto; such union or consolidation shall be made upon such terms and conditions and shall have such name as shall be agreed upon by said corporations forming such union; a certificate of such union or consolidation and the provisions thereof shall be executed by the said corporations and be acknowledged and recorded as other certificates of incorporation are in this article directed to be acknowledged and recorded, and thereupon all the property and assets belonging to said former separate corporations and all their powers and rights and all the debts and liabilities of said former separate corporations shall be devolved upon said new consolidated corporation, and every devise or bequest in favor of either of the former separate corporations which it would have been capable of taking shall devolve upon said new consolidated corporation, which shall be regarded as substituted by operation of law in the place and stead of said former separate corporations.

In view of the provisions of sec. 20, a religious corporation may consolidate with another under this section, by vote of a majority of such members of the church as participate in such vote, in person or by proxy. Provisions of the church charter forbidding voting by proxy and requiring a two-thirds majority in electing a pastor, amending the charter, disposing of property, etc., held not to apply to a consolidation. Basis for vote. From a consolidation a new corporation results in which all the property rights of both the constituents is vested by operation of law. No conflict between church constitution and state law. See notes to secs. 20 and 125. *Bennett v. St. Paul's Church*, 137 Md. 343.

As to the consolidation of other corporations, see sec. 33, *et seq.*; as to consolidation of insurance companies, see art. 48A, sec. 49; railroad companies, see secs. 220 and 237 (this article).

See sec. 124.

### **Foreign Corporations.**

An. Code, 1924, sec. 116. 1912, sec. 90. 1908, ch. 240, sec. 65. 1937, ch. 504, sec. 116.

**117.** As used in this Article, the phrase "foreign corporation" shall mean every corporation, association or joint stock company formed or

<sup>1</sup> See footnote to sec. 23.